RJ REYNOLDS

TOBACCO COMPANY

COPY

J. CAMPBELL / ROU 1610
PROMOTIONAL COORDINATOR

8899 MAIN STREET
WILLIAMSVILLE, NY 14221
(716) 634-4179
FAX (716) 634-3145

May 19, 1998

RJR Account #315288
Mr. J. Mitiguy
DOWLINGS, INC.

JULY: WINSTON $1.00 OFF 2-PACKS / TEAR TAPE PROMOTION #800750

Dear John:

WINSTON .50¢ OFF/PACK SPECIAL OFFER TEAR TAPE 'OFF-INVOICE' PRODUCT has been ordered (see quantities listed below), as well as **120** SKUs of preassembled Counter Displays (Item #542810) to pack the above promotion for your participating retail accounts. ***(Note: This is not 'pre-sleeved' product.)*** All additional pertinent promotional information is listed below:

#/ (6M) Cases Promoted Product	Brand Styles	UPC Code
4	*Winston Box*	12300-25379
8	*Winston Light Box*	12300-25380
4	*Winston Ultra Lt Box*	12300-25381

~~*Product PO #629-A; Displays*~~ *PO #629-B* OK

Product / Premium Arrival: ~~**June 29, 1998**~~

Ship Date to Retail: **Week of: July 13, 1998**

Displays (Item #542810)

SKU CUBE: **1.6113**

SKU WT (w/o Product): **3.2200 lbs**

Retail Sales Offer per Sku: **20 units**

Billing per Sku: **4 Cartons**

EFT $ Amount: **$4,241.87**

PARTNERS 'BONUS' REPORTING DESCRIPTION	WIN_JUL_$1/2_PKS

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$1.00 Off 2-Pack Tear Tape
DOWLINGS, INC.

Promotion Description:
Utilize 40-Pack Shipper Display. Place 2 packs into each sleeve (20 2-pack offers per Display) and ship to retail. Each Shipper Display should contain 20 2-Pack units:
1 Carton: *Winston Box*
2 Cartons: Winston Light Box
1 Carton: *Winston Ultra Lt Box*
SHIP NUMBER OF DISPLAYS AS INDICATED ON THE ATTACHED CUSTOMER LIST
Refer to enclosed 'Wholesaler Packing Instructions' for Display Load

A list of accounts authorized to receive packed displays is attached. RJR will reimburse you $14.00 per **promoted 6M** case for all displays packed and shipped to retail on a timely basis. This equates to **$224.00 (16 (6M) case(s) @ $14.00)**. Payment will be made as soon as possible once verification is received that all displays have been shipped to retail.

As always, thanks for your assistance in the marketing of our products.

Sincerely,
Judy
J. Campbell
Promotional Coordinator / 1610
/jc
cc: B. Cook
L. E. MacWilliams
Encl: Retail Customer List
Wholesaler Packing Instructions
Winston Flyer

Note to RJR Manager:
Upon verification of shipment to retail, notify Judy (#1610) for payment distribution to account.

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WHOLESALER : 315288 DOWLINGS, INC. <DIRECT>
TEMPLATE : 800750 80700 WIN JUL $1/2-NO
TEMPLATE SEQ : 0916
SALES LEVEL : 16XXXX

TERR	RETAIL	ACCT	NAME	ADDRESS	CITY	ST	ZIP	QTY	TAX	CHAIN-ID	SUPPLIER	ACCT PHONE #
162301	163829	502627	CHAMPLAIN FARMS	342 ROOSEVELT HWY	COLCHESTER	VT	05446	1				(802)879-6388
162301	163829	113608	MINOR'S COUNTRY MKT	RT 104	FAIRFAX	VT	05454	2			2134	(802)849-6838
162301	163829	712790	K.L QUICK STOP	375 MAIN ST	WINOOSKI	VT	05404	1			2460	(802)655-3344
162301	162323	759709	CIOFFI'S CORNER STR	66 SOUTH MAIN	ST ALBANS	VT	05478	1				(802)524-3351
162301	163829	623828	MIDDLE ROAD MARKET	MIDDLE ROAD	MILTON	VT	05468	1			2331	(802)893-4844
162301	162323	576895	ALBURG SHORT STOP 3	RTE_2	ALBURG	VT	05440	2		2681-0000	3499	(802)796-3360
162301		789588	WIZARD'S DELI MART	31 W ALLEN ST	WINOOSKI	VT	05404	1				(802)655-8327
162301	163829	113568	CAP 'N' CORK	BELWOOD SHOP CTR.	COLCHESTER	VT	05446	1			2725	(802)658-2463
162301	162323	760317	330-SW CHAMPLAIN	FARMS EXXON	SWANTON	VT	05488	1		1657-0000		(802)868-7790
162301	163829	615922	400-WN2 CHAMPLAIN	FARMS EXXON	WINOOSKI	VT	05404	1		1657-0000		(802)655-4336
162301	162323	619802	SHORT STOP #111	433 CORNELIA STRE	PLATTSBURGH	NY	12901	1		2681-0000	2443	(518)563-8756
162301	163829	594886	MOBIL SHORT STOP 02	ROUTE 7	MILTON	VT	05468	1		2681-0000	3724	(802)893-2573
162301	162323	343312	EXXON SHORT STOP	443 ROUTE 3	PLATTSBURGH	NY	12901	1		2681-0000	2778	(518)563-0043
162301	162323	664545	ALBURG EXXON SHORT	STOP	ALBURG	VT	05440	1		2681-0000		(802)796-4705
162301	162323	702261	SWANTON SHORT STOP	97 1ST ST	SWANTON	VT	05488	1		2681-0000		(802)868-3527
162301	163829	475125	150-C1 CHAMPLAIN	FARMS TEXACO	COLCHESTER	VT	05446	1		1657-0000		(802)655-4703
162301	162323	113645	NO COUNTRY BAIT	23 N RIVER ST	SWANTON	VT	05488	1		2794-0200	349	(802)868-7843
162301	162323	711211	DICK & PAM'S MARKET	ROUTE 105	EAST BERKSHIRE	VT	05447	3				(802)933-2153
162301	162323	727620	300-SA P.J'S MINIT	STOP EXXON	ST ALBANS	VT	05478	1		1657-0000		(802)527-1128
162301	163827	113858	B & D SUPER MARKET	MAIN ST	NORTH TROY	VT	05859	1			2630	(802)988-2545
162302	162325	771336	EAST ROAD VARIETY	1677 EAST RD	BENNINGTON	VT	05201	1				(802)447-7528
162302	162325	771337	MAGUIRE'S MARKET	510 SOUTH ST	BENNINGTON	VT	05201	1				(802)442-8957
162302	162325	804447	MARTIN STOP & GO	261 BENMONT AVE	BENNINGTON	VT	05201	1				(802)442-9465
163801	163828	114105	BRADLEYS GENERAL	RT 15	JOHNSON	VT	05656	1				(802)635-2496
163801		315948	PECK'S CHAMPLAIN FA	1041 SHELBURNE RD	SOUTH BURLINGT	VT	05403	1			2714	(802)864-0157
163801		568516	CENTER TOWER	RTE. 5	ST JOHNSBRY CT	VT	05863	1			3481	(802)748-8449
163801		113563	KAMPUS KITCHEN	273 COLCHESTER AV	BURLINGTON	VT	05401	1				(802)863-9105
163801	163829	759835	RICHMOND BEVERAGE	5 BRIDGE ST.	RICHMOND	VT	05477	1			2219	(802)434-3234
163801	163829	324703	RIVERSIDE BEVERAGE	500 RIVERSIDE AVE	BURLINGTON	VT	05401	1				(802)864-9638
163801	163829	328735	KERRYS KWIK STOP	249 SAINT PAUL ST	BURLINGTON	VT	05401	1			2157	(802)863-9279
163801	163829	399636	LUCKY LANCE	1355 NORTH AVE	BURLINGTON	VT	05401	1			2994	(802)863-7161
163801	163829	400847	AIRPORT MOBIL	1801 WILLISTON RD	SOUTH BURLINGT	VT	05403	1		2794-0200	2466	(802)863-3743
163801	163829	456241	MOBIL SHORT STOP	1555 NORTH AVE	BURLINGTON	VT	05401	5		2681-0000	2858	(802)660-8680
163801	163829	500924	TAFT COR. SHORT STO	JCT. 2 & 2A #0	WILLISTON	VT	05495	1		2681-0000	2511	(802)879-0223
163801	163829	512774	MOBIL SHORT STOP 00	977 SHELBURNE RD	SOUTH BURLINGT	VT	05403	1		2681-0000	2448	(802)864-9654
163801	163828	555572	CROSSROADS DISC BEV	52 N MAIN ST	WATERBURY	VT	05676	1			2169	(802)244-5062
163801		571864	260-M3 FASTOP TEXAC	108 STATE ST	MONTPELIER	VT	05602	1		1657-0000		(802)223-6817
163801	163829	576934	MOBIL SHORT STOP	1314 WILLISTON RD	SOUTH BURLINGT	VT	05403	1		2681-0000	2449	(802)658-4635
163801	163829	587759	20-B2 ROTARY MART E	103 SHELBURNE ST	BURLINGTON	VT	05401	1		1657-0000		(802)655-4703
163801	163828	590776	110 BE3 FASTOP EXXO	377 N MAIN ST	BARRE	VT	05641	1		1657-0000		(802)476-7695
163801	163828	595955	360-WF CHAPMPLAIN	FARMS GULF	WATERBURY	VT	05676	1		1657-0000		(802)244-8351
163801	163827	615925	170-DB CHAMPLAIN	FARMS EXXON	NEWPORT	VT	05855	1		1657-0000		(802)766-2182

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WHOLESALER : 315288 DOWLINGS, INC. <DIRECT>
TEMPLATE : 800750 80700 WIN JUL S1/2-NO
TEMPLATE SEQ : 0916
SALES LEVEL : 16XXXX

TERR	RETAIL	ACCT	NAME	ADDRESS	CITY	ST	ZIP	QTY	TAX	CHAIN-ID	SUPPLIER	ACCT PHONE #
163801	163827	623878	OCTANE INC SHORTSTO	RTE. 5	DERBY	VT	05829	2		2681-0000	2378	(802)334-6835
163801	163829	649433	190-ES CHAMPLAIN	FARMS EXXON	ESSEX JUNCTION	VT	05452	1		1657-0000		(802)879-5232
163801	163828	659599	BERLIN SHORT STOP	324 BERLIN/MONTPE	BARRE	VT	05641	1		2681-0000	4284	(802)479-2213
163801	163829	665918	INTERSTATE SHELL	1055 WILLISTON RD	BURLINGTON	VT	05403	2			3806	(802)660-9405
163801	163828	670403	370-WB2 FASTOP EXXO	RT 100	WATERBURY	VT	05676	1		1657-0000		(802)644-6426
163801	163827	679268	320-SJ CHAMPLAIN	FARMS TEXACO	SAINT JOHNSBUR	VT	05819	1		1657-0000		(802)748-4000
163801	163828	683709	90-BE1 DAVE'S TEXAC	13-15 SOUTH MAIN	BARRE	VT	05641	1		1657-0000		(802)479-9897
163801	163829	694308	SHORT STOP #143	RT #115 & COMMERC	HINESBURG	VT	05461	1		2681-0000		(802)482-4556
163801	163829	703503	MORETOWN SHORT STOP	RT. #100	MORETOWN	VT	05660	1		2681-0000		(802)496-6580
163801	163829	711780	U SAVE BEVERAGE CTR	1302 WILLISTON RD	S BURL	VT	05403	1				(802)862-2907
163801	163829	740858	60-B6 CHAMPLAIN	FARMS TEXACO	BURLINGTON	VT	05401	1		1657-0000		(802)862-6070
163801	163829	760220	BALLARD'S STORE	P.O. BOX 2	HINESBURG	VT	05461	1			2217	(802)482-2070
163801	163829	760698	MOBIL SHORT STOP 00	1830 SHELBURNE RD	SOUTH BURLINGT	VT	05403	1		2681-0000	2539	(802)658-2965
163801	163829	965513	BOURNE'S SERV. CTR.	760 SHELBURNE RD	SOUTH BURLINGT	VT	05403	1			2300	(802)658-6460
163801	163829	114052	LUCKY SPOT VARIETY	RT 117	RICHMOND	VT	05477	1			2099	(000)434-2332
163801	163829	114080	ESSEX DISCOUNT BEV.	RT 15 PO BOX 506	ESSEX CENTER	VT	05451	5			2355	(802)879-8951
163801	163829	113590	MARVIN'S MARKET	221 COLCHESTER RD	ESSEX JUNCTION	VT	05452	1		2794-0200		(802)878-5892
163801	163829	114008	5 CORNERS BEVERAGE	39 PARK ST	ESSEX JUNCTION	VT	05452	2				(802)879-7101
163801	163829	114012	CENTRAL BEV MART	4 CENTRAL ST	ESSEX JUNCTION	VT	05452	4			2218	(802)879-6471
163801	163827	113765	JIMMY KWIK	60 COVENTRY ST	NEWPORT	VT	05855	1			2454	(802)334-2132
163801	163829	113507	LAROW'S MARKET	144 NORTH ST	BURLINGTON	VT	05401	1				(802)864-0363
163801	163829	113549	THE SPRING BEV	1130 NORTH AVE	BURLINGTON	VT	05401	3				(802)863-4792
163801	163829	073037	COLONIAL DELI MART	50 SUSIE WILSON R	ESSEX JUNCTION	VT	05452	1			956466	(802)879-7471
163801	163829	113504	THE SHOPPING BAG	166 NORTH ST	BURLINGTON	VT	05401	1				(802)658-4790
163802	163829	113912	PARK FILLING STATIO	3 WEST ST	BRISTOL	VT	05443	1			2463	(802)453-3000
163802		804300	CASTLETON COASTAL	ROUTE 30	CASTLETON	VT	05735	1				(802)468-2900
163802		738966	LEICESTER GENERAL	RR 2 BOX 2256	BRANDON	VT	05733	1			4569	(802)247-4148
163802	163828	309215	350-WF CHAMPLAIN	FARMS EXXON	WAITSFIELD	VT	05673	1		1657-0000		(802)496-3196
163802	163828	425673	BOVE MART, INC.	213 N MAIN ST	RUTLAND	VT	05701	1			3060	(802)775-7901
163802	163828	437115	280-RD CHAMPLAIN	FARMS GULF	RANDOLPH	VT	05060	1		1657-0000		(802)728-6511
163802	163828	576909	GMB DISCOUNT BEVERA	RR 3 BOX 7020	RUTLAND	VT	05701	1			4852	(802)773-8122
163802	163828	615934	130-BRN CHAMPLAIN	FARMS GULF	BRANDON	VT	05733	1		1657-0000		(802)247-6164
163802	163828	623941	SHORT STOP #014	N. MAIN ST.	RUTLAND	VT	05701	1		2681-0000	2450	(802)773-1732
163802	163828	663162	GROVE ST SHORT STOP	129 GROVE ST	RUTLAND	VT	05701	2		2681-0000	3352	(802)773-6919
163802	163829	665502	230-MB CHAMPLAIN	FARMS TEXACO	MIDDLEBURY	VT	05753	1		1657-0000		(802)388-2122
163802	163828	670402	OCTANE SHORT STOPIN	ROUTE 4 EAST	RUTLAND	VT	05701	1		2681-0000	4430	(802)747-0294
163802	163825	691069	CLAREMONT TEXACO	114 PLEASANT ST	CLAREMONT	NH	03743	2				(603)542-2278
163802	163827	723336	220-LB FASTOP	LEBANON EXXON	LEBANON	NH	03766	2		1657-0000		(603)448-6965
163802	163825	737948	CLAREMONT MOBIL	237 MAIN ST	CLAREMONT	NH	03743	1		2794-0200		(603)542-3080
163802	163828	742293	120-BTH CHAMPLAIN	FARMS GULF	BETHEL	VT	05032	1		1657-0000		(802)234-5376
163802	163828	755347	270-NF CHAMPLAIN	FARMS EXXON	NORTHFIELD	VT	05663	1		1657-0000		(802)485-6000
163802		767784	RTE 100 ENTERPRISES	ROUTE 100	PITTSFIELD	VT	05762	1				(802)746-9939
163802		804665	MOBIL CONVENIENCE	210 WASHINGTON ST	CLAREMONT	NH	03743	1				(603)542-1960

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WHOLESALER : 315288 DOWLINGS, INC. <DIRECT>
TEMPLATE : 800750 80700 WIN JUL 51/2-NO
TEMPLATE SEQ : 0916
SALES LEVEL : 16XXXX

TERR	RETAIL	ACCT	NAME	ADDRESS	CITY	ST	ZIP	QTY	TAX	CHAIN-ID	SUPPLIER	ACCT PHONE #
163803	163825	361537	ROUTE 9 SUNOCO	ROUTE 9	WILMINGTON	VT	05363	1				(802)464-3372
163803	163825	034514	GALANES SPORT	116 MAIN ST	BRATTLEBORO	VT	05301	1				(802)254-5677
163803	163825	114589	NORTHEND MKT	PUTNEY RD	BRATTLEBORO	VT	05301	1			3624	(802)254-9775
163803		623959	BRAT DISC BEVERAGE	ROUTE #9	BRATTLEBORO	VT	05301	1			3677	(802)254-4950
163803	163825	746262	BRATTLEBORO MOBIL	PUTNEY ROAD	BRATTLEBORO	VT	05301	1				(802)254-7397

PAGE BREAK TOTAL ACCOUNTS 90 TOTAL QUANTITY 113

TEMPLATE TOTAL ACCOUNTS 90 TOTAL QUANTITY 113

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WHOLESALER PACKING INSTRUCTIONS

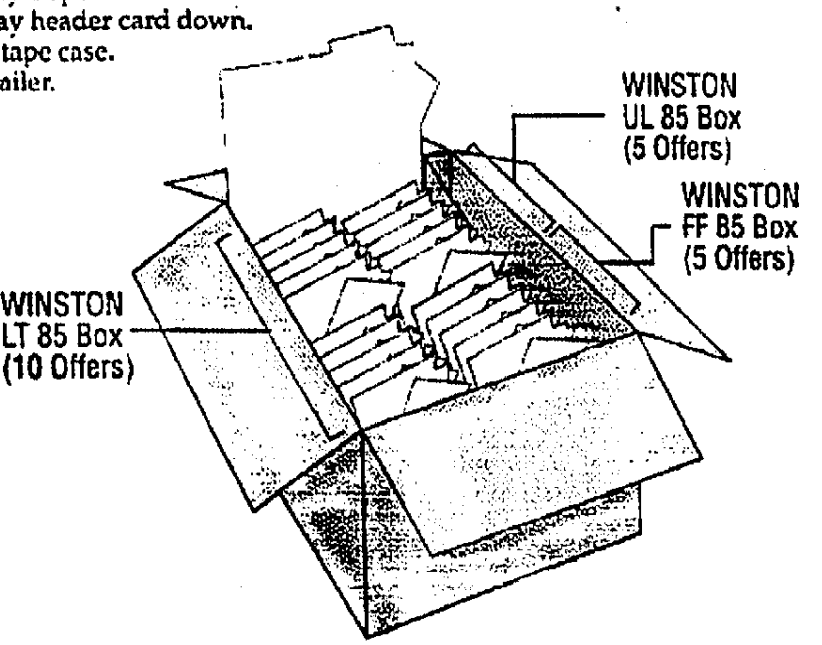
VALUE ADDED PROMOTION | **3RD QTR.'98**

July Winston $1 OFF 2 Packs

(Winston Buy 2 Packs Get $1 Off)

STEPS

1. Open WINSTON $1 OFF 2 PACKS shipping case. Inside will be 20 pre-assembled sleeves ready for loading. *(10 sleeves will be marked WINSTON LT 85 Box. 5 sleeves will be marked WINSTON UL 85 Box. 5 sleeves will be marked WINSTON FF 85 box.)* DO NOT REMOVE SLEEVES FROM KIT.
2. Place 2 Packs of the appropriate WINSTON style 50¢ off tear tape product into each style specific sleeve.
3. Fold display header card down.
4. Close and tape case.
5. Ship to retailer.



Item: # 542810

MSA Promotion Reporting Description: WIN JUL $1/2 PKS

Brand Style	Box	LT Box	ULT LT Box			
Number of Cartons	1	2	1			

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PIDTNUS

$1.00 off with 2-pack purchase.

- Here's a summer promotion to heat up your sales.
- Proven traffic builder – smokers save a buck with 2-pack purchase.
- Eye-catching packaging highlights full flavor, lights and ultra-light styles.
- Fully integrated support materials include counter display and paster.

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